This instrument prepared by:
Thomas C. Scott
Tune, Entrekin & White
21st Floor, First American Center
Nashville, Tennessee 37238

I 7 8 1 9 0 RUSH
IDENTIF. REFERENCE
JAN 22 1 47 PM '85
FELIX A. ... JR. REGISTER
DAVIDSON COUNTY, TN

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $4,750,000.00.

Affiant

Subscribed and sworn to before me this 22 day of January, 1985.

Notary Public

My Commission Expires JULY 18, 1987

My commission expires: _____

Address New Owner:	Send Tax Bills To:	Map and Parcel No.:
AT&T Resource Management Corporation 222 Mount Airy Road Basking Ridge, New Jersey 07920	AT&T Resource Management Corporation 222 Mount Airy Road Basking Ridge, New Jersey 07920	Map 133 Part of Parcel 127

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, THIRD NATIONAL BANK, AS ANCILLARY TRUSTEE FOR NCNB NATIONAL BANK OF NORTH CAROLINA AS TRUSTEE OF THE NCNB REAL ESTATE FUND (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto the said AT&T RESOURCE MANAGEMENT CORPORATION (the "Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

Lots 5 and 6 of Section Four of Grassmere, of record in Book 6250, Page 301, Register's Office for Davidson County, Tennessee, and being more particularly described according to a survey by Barge, Waggoner, Sumner & Cannon, Engineers, dated December 28, 1984, as follows:

Being a tract of land in the First Civil District, Davidson County, Tennessee, located on the northerly margin of Grassmere Park and generally eastwardly from the easterly margin of Trousdale Drive and southwardly of the southerly margin of the Seaboard System Railroad, beginning at a point in the easterly margin of Trousdale Drive at a point in the proposed northerly margin of Grassmere Park; thence, along a curve to the left, having a radius of 2,298.85 feet and a central angle of 05 degrees 59 minutes, a distance of 240.08 feet to a point in the southerly margin of the Seaboard System Railroad; thence, with said southerly margin along a curve to the right, having a radius of 2,814.93 feet and a central angle of 40 degrees 49 minutes 35 seconds, a distance of 2,005.80 feet to a point; thence, south 00 degrees 09 minutes 00 seconds west, 395.95 feet to a point; thence, south 87 degrees 15 minutes 00 seconds west, 566.86 feet to a point; thence, south 00 degrees 09 minutes 00 seconds west, 902.83 feet to a point; thence, south 87 degrees 05 minutes 50 seconds west, 375.55 feet to a point, said point being the northeasterly corner of the herebefore mentioned Section Three,

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Grassmere; thence, continuing with the common boundary of said Section Three, Grassmere, south 87 degrees 05 minutes 50 seconds west, 390.56 feet to a point in the northerly margin of Grassmere Park; thence, with said northerly margin, north 00 degrees 09 minutes 00 seconds east, 15.21 feet to a point; thence, continuing with said northerly margin along a curve to the left having a radius of 299.12 feet and a central angle of 46 degrees 39 minutes 48 seconds, a distance of 243.61 feet to a point; thence, along a curve to the left having a radius of 299.12 degrees and a central angle of 30 degrees 50 minutes 11 seconds, a distance of 160.99 feet, thence, north 77 degrees 20 minutes 59 seconds west, 50.00 feet to a point; thence, along a curve to the right, having a radius of 552.08 feet and a central angle of 22 degrees 18 minutes 58 seconds, a distance of 215.03 feet to a point; thence, north 55 degrees 02 minutes 01 second west, 190.46 feet to a point; thence, along a curve to the right, having a radius of 30.00 feet and a central angle of 84 degrees 25 minutes 30 seconds, a distance of 44.21 feet to the point of beginning, and containing 35 acres, more or less.

Being a portion of the same property conveyed to Third National Bank, as Ancillary Trustee for NCNB National Bank of North Carolina, as Trustee for the NCNB Real Estate Fund, by deed from Thomas C. Scott, Trustee, with full power to sell, transfer, encumber and convey without the joinder of any beneficiary, of record in Book 6029, Page 119, Register's Office for Davidson County, Tennessee.

This conveyance is subject to the following:

1. Taxes for 1985, which are to be prorated between Grantor and Grantee in accordance with a separate agreement between them.

2. Declaration of Restrictive Covenants of record in Book 6008, Page 866, Register's Office for Davidson County, Tennessee, as amended by Amendment to Declaration of Restrictive Covenants, of record in Book 6200, Page 524, Register's Office for Davidson County, Tennessee.

3. Section two (2) of the Agreement between Cumberland Museum and Science Center and Thomas C. Scott, Trustee, of record in Book 6008, Page 895, Register's Office for Davidson County, Tennessee.

4. Agreement of Elise Croft acting for Miriam Smith, her attorney-in-fact, of record in Book 6008, Page 903, Register's Office for Davidson County, Tennessee.

5. Public utilities and drainage easements, sanitary sewer easements and Nashville Electric Service easements shown on the recorded plat referred to in the legal description of the property being conveyed herein.

This is unimproved property known as Lots 5 and 6, Section Four, Grassmere Park, Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns forever.

And the Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, except as set forth above.

And the Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons whomsoever, claiming by, through or under the Grantor but not further.

WITNESS my hand, this the 22 day of January, 1985.

THIRD NATIONAL BANK, AS ANCILLARY TRUSTEE FOR NCNB NATIONAL BANK OF NORTH CAROLINA AS TRUSTEE OF THE NCNB REAL ESTATE FUND

By: Calvin W. Fite Jr.

Its: Vice Pres & Trust Officer

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, of the State and County aforesaid, Calvin W. Fite Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), who acknowledged himself to be the Vice-President & Trust Officer of THIRD NATIONAL BANK, AS ANCILLARY TRUSTEE FOR NCNB NATIONAL BANK OF NORTH CAROLINA AS TRUSTEE OF THE NCNB REAL ESTATE FUND, the within named bargainor, and who acknowledged that he executed the foregoing instrument for the purpose therein contained by signing the name of THIRD NATIONAL BANK, AS ANCILLARY TRUSTEE FOR NCNB NATIONAL BANK OF NORTH CAROLINA AS TRUSTEE OF THE NCNB REAL ESTATE FUND, by himself as Vice-President & Trust Officer.

WITNESS my hand and seal this the 22 day of January, 1985.

Clara McDonald
NOTARY PUBLIC

Comm. exp. date
July 18, 1987

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____ BOOK 6478 PAGE 581

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

4,750,000.00 Bamw.

12350.00 CSTAX

.50 PRFEE

9.00 WDEED

CHECK 12359.50-

5205A01/22/85 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

I 7 8 1 9 0

IDENTIF. REFERENCE

JAN 22 1 47 PM '85

FELIX Z. WILSON JR. REGISTER
DAVIDSON COUNTY, TN

No. 102778